

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
PART B: EQUITABLE TREATMENT OF SHAREHOLDERS				
B.1 Shares and Voting Rights				
B.1.1	Do the company's ordinary or common shares have one vote for one share?	Yes	<ul style="list-style-type: none"> By-Laws, pg. 5, Section 8, Voting http://www.sminvestments.com/corporate-governance-overview Annual Report, pg. 70, Ownership Structure http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 52, (iii) Do the company's common shares... http://www.sminvestments.com/annual-corporate-governance-report 	Per the Company's By-Laws, common shares carry one vote per share.
B.1.2	Where the company has more than one class of shares, does the company publicize the voting rights attached to each class of shares (e.g. through the company website/reports/the stock exchange/the regulator's website)?	Yes	<ul style="list-style-type: none"> By-Laws, pg. 5, Section 8, Voting http://www.sminvestments.com/corporate-governance-overview Annual Report, pg. 70, Ownership Structure http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 52, (iii) Do the company's common shares... http://www.sminvestments.com/annual-corporate-governance-report 	The Company only has one class of shares.
B.2 Notice of AGM				
B.2.1	Does each resolution in the most recent AGM deal with only one item, i.e., there is no bundling of several items into the same resolution?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM http://www.sminvestments.com/corporate-governance-overview Annual Corporate Governance Report, pg. 54, (j) Notice of ASM http://www.sminvestments.com/annual-corporate-governance-report 	Each agenda item in the ASM Notice, as well as the ASM Minutes, deal with only one item. There is no bundling of several items into the same resolution.

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
			<ul style="list-style-type: none"> 2016 ASM Minutes http://www.sminvestments.com/corporate-governance-overview 	
B.2.2	Are the company's notice of the most recent AGM/circulars fully translated into English and published on the same date as the local-language version?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM http://www.sminvestments.com/corporate-governance-overview 	The ASM Notice and its accompanying reports are written in English.
<i>Does the notice of AGM/circulars have the following details:</i>				
B.2.3	Are the profiles of directors/commissioners (at least age, academic qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM http://www.sminvestments.com/corporate-governance-overview Annual Report, pg. 64, The Board of Directors & pg. 74, Board of Directors http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 54, (j) Notice of ASM http://www.sminvestments.com/annual-corporate-governance-report 	The full profiles of directors seeking election/re-election, specifically age, academic qualification, date of first appointment, experience and directorships in other listed companies, are provided in the ASM Notice, Information Statement and Annual Report.
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM - Rationale – Agenda Item 9 & pg. 17, Item 7. Independent Public Accountants http://www.sminvestments.com/corporate-governance-overview Annual Report, pg. 89, Report of the Audit and Risk Management Committee http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 54, (j) Notice of ASM http://www.sminvestments.com/annual-corporate-governance-report 	The Auditors seeking re-appointment were clearly defined in the Rationale of the Agenda of the ASM. There are also discussions on them in the Annual Report and Information Statement.

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
B.2.5	Has an explanation of the dividend policy been provided?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM – Rationale – Agenda Item 6 http://www.sminvestments.com/corporate-governance-overview Annual Report, pg. 71, Dividend Policy http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 54, (j) Notice of ASM http://www.sminvestments.com/annual-corporate-governance-report 	The Dividend Policy is explained in the Rationale of the Agenda of the ASM. It is also discussed in the Annual Report.
B.2.6	Is the amount payable for final dividends disclosed?	NA	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM – Rationale – Agenda Item 6 http://www.sminvestments.com/corporate-governance-overview Annual Corporate Governance Report, pg. 54, (j) Notice of ASM http://www.sminvestments.com/annual-corporate-governance-report 	The amount payable for final dividends hadn't yet been declared at the time the ASM Notice was released.
B.2.7	Were the proxy documents made easily available?	Yes	<ul style="list-style-type: none"> Information Statement & Notice of 2016 ASM - Proxy Forms http://www.sminvestments.com/corporate-governance-overview 	Proxy forms were attached to the Notice of ASM sent to shareholders. Proxy forms are also available on the company website.
B.3 Insider trading and abusive self-dealing should be prohibited.				
B.3.1	Does the company have policies and/or rules prohibiting directors/commissioners and employees to benefit from knowledge which is not generally available to the market?	Yes	<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 5, Insider Trading Policy http://www.sminvestments.com/annual-corporate-governance-report 	The Company's Insider Trading Policy restricts the disclosure of material non-public information and participation in trading activities by directors, officers and employees within a defined period

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
B.3.2	Are directors/commissioners required to report their dealings in company shares within 3 business days?	Yes	<ul style="list-style-type: none"> Annual Report, pg. 68, Other CG Related Policies – Insider Trading Policy http://www.sminvestments.com/annual-reports SMIC Website – CG Policies http://www.sminvestments.com/company-policies 	before and after the disclosure of quarterly and annual financial results and any other material information. The policy also requires directors to report their dealings in company shares within 3 business days.
B.4 Related party transactions by directors and key executives.				
B.4.1	Does the company have a policy requiring directors/commissioners to disclose their interest in transactions and any other conflict of interest?	Yes	<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 19 (a) & pg. 20 (b) http://www.sminvestments.com/annual-corporate-governance-report SMIC Website – CG Policies – Conflict of Interest Policy http://www.sminvestments.com/company-policies Annual Report, pg. 68, Other CG Related Policies – Conflict of Interest Policy http://www.sminvestments.com/annual-reports 	Per the Company's Conflict of Interest Policy, directors, officers and employees are required to disclosure in detail, their interest in transactions or other conflicts of interest.
B.4.2	Does the company have a policy requiring a committee of independent directors/commissioners to review material/significant RPTs to determine whether they are in the best interests of the company and shareholders?	Yes	<ul style="list-style-type: none"> SMIC Website – CG Policies – Related Party Transactions http://www.sminvestments.com/company-policies Annual Report, pg. 68, Other CG Related Policies – Related Party Transactions http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 21 4) Related Party Transactions http://www.sminvestments.com/annual-corporate-governance-report 	Per its Charter, the Audit Committee, composed of non-executive directors, review material/significant related party transactions to determine that they're in the best interests of the Company and its shareholders. This is done in accordance with the Company's related party transactions policy.

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
B.4.3	Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?	Yes	<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 22 (ii) Mechanism http://www.sminvestments.com/annual-corporate-governance-report SMIC Website – CG Policies – Conflict of Interest Policy http://www.sminvestments.com/company-policies Annual Report, pg. 68, Other CG Related Policies – Conflict of Interest Policy http://www.sminvestments.com/annual-reports 	Per the Conflict of Interest Policy and its procedures, directors inhibit themselves from participating in board discussions to which they are conflicted.
B.4.4	Does the company have policies on loans to directors/commissioners either forbidding this practice or ensuring that they are being conducted at arm’s length basis and at market rates?	Yes	<ul style="list-style-type: none"> SMIC Website – CG Policies – Related Party Transactions http://www.sminvestments.com/company-policies Annual Report, pg. 68, Other CG Related Policies – Related Party Transactions http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 21 4) Related Party Transactions http://www.sminvestments.com/annual-corporate-governance-report 	The Company’s Related Party Transactions Policy ensures that all RPTs are done at arm’s length.
B.5 Protecting minority shareholders from abusive actions.				
B.5.1	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	No	<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 48, Disclosure of Related Party Transactions http://www.sminvestments.com/annual-corporate-governance-report Annual Report, pg. 68, Other CG Related Policies – Related Party Transactions http://www.sminvestments.com/annual-reports 	Based on the Related Party Transaction Policy, all material/significant RPTs, including financial assistance to the Company’s subsidiaries are subject to the review of the Audit Committee, which ensure that all RPTs are done at arm’s length.

A S E A N C O R P O R A T E G O V E R N A N C E S C O R E C A R D

ACGS ITEM		Y/N	Reference/s	Remarks
B.5.2	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Yes	<ul style="list-style-type: none"> SMIC Website – CG Policies – Related Party Transactions http://www.sminvestments.com/company-policies Annual Report, pg. 68, Other CG Related Policies – Related Party Transactions http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pg. 21 4) Related Party Transactions http://www.sminvestments.com/annual-corporate-governance-report 	The Company's Related Party Transactions Policy ensures that all RPTs are done at arm's length.
B.5.3	In case of related party transactions requiring shareholders' approval; is the decision made by disinterested shareholders?	NA	<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 48, Disclosure of Related Party Transactions http://www.sminvestments.com/annual-corporate-governance-report 	There were no RPTs requiring shareholder approval done in the past year,